

**MINUTES**  
**THE ANNUAL GENERAL MEETING IN 2022***DOMESCO Medical Import Export JSC**66 – Highway 30 – My Phu Ward – Cao Lanh City – Dong Thap Province**Business registration certificate No. 1400460395 issued by the Planning and Investment Department of Dong Thap Province, first time on 30/12/2003 and registered for the 34th on 26/07/2016.*

Today, at 8:30 a.m, April 19<sup>th</sup>, 2022, at the conference hall of DOMESCO Medical Import Export Joint Stock Corporation, No. 66, National road 30, My Phu Ward, Cao Lanh City, Dong Thap Province hosts the Annual General Meeting (AGM) in 2022.

**A/ PARTICIPANTS AND LEGALITY, VALIDITY OF THE GENERAL MEETING:****I/ PARTICIPANTS:**

1. Shareholders and authorized shareholders who own DOMESCO shares as of the record date of 21<sup>th</sup> March 2022 issued by Securities Depository Center – Ho Chi Minh Branch.
2. Ms. Tran Hong Hanh - Representatives of Ernst & Young Viet Nam Limited.
3. Board of Directors (BOD) và Board of Supervisors (BOS):

1.	Mr. Nguyen Viet Phuong	- Chairman of BOD	5.	Mr. Nguyen Phi Thuc	- Head of BOS
2.	Ms. Luong Thi Huong Giang	- Deputy Chairman of BOD	6.	Mr. Phan The Thanh	- BOS Member
3.	Mr. Nguyen Van Hoa	- BOD Member	7.	Ms. Servane Gorgiard	- BOS Member
4.	Mr. Douglas Kuo	- BOD Member			

**II/ LEGALITY, VALIDITY OF THE MEETING:**

1. Mr. Nguyen Phi Thuc – Head of Board of Supervisors reports on the examination of shareholders' attendance:

- 1.1. The total shares of the Company is 34,727,465; There are 34,727,465 shares with the voting right.
- 1.2. There are 2,106 shareholders who were invited to attend the Meeting, standing for 34,727,465 shares with the voting right.
- 1.3. Today, there are 30 shareholders and authorized shareholders in attendance, representing for 30,120,055 shares with the voting right, accounted for 86,73% of the total shares with the voting right.
- 1.4. All representatives are eligible to attend in the Meeting.

2. Pursuant to the Enterprise Law 2020 and the Charter on organization and operation of

DOMESCO Medical Import Export JSC, the total shareholders and representatives at the AGM in 2022 of 86,73% is higher than the minimum rate of 51% of voting rights in Charter, therefore, the AGM in 2022 of is legal and valid.

## **B. MEETING CONTENTS:**

I/ On behalf of the organizing committee, Mr. Le Manh Tuan reports the Agenda for the General Meeting (enclosed).

*(Adopted by 100% shareholders and representatives at the Meeting)*

## **II/ Notice for nomination and approval of the list of Presidium; Secretariat; The Voting Committee.**

1. The Organizing Committee presents the number of Presidium is 3 people, Secretariat is 02 people, the Voting Committee is 03 people.

*(Adopted by 100% shareholders and representatives at the meeting)*

2. The Organizing Committee presents the list of Presidium, Secretariat, The Voting Committee:

### **2.1. The Presidium**

- Mr. Nguyen Viet Phuong - Chairman of BOD.
- Ms. Luong Thi Huong Giang - Vice Chairman of BOD cum General Director.
- Mr. Nguyen Van Hoa - Member of BOD.

### **2.2. The Secretariat**

- Ms. Luong Thi Bich Nhung
- Ms. Dao Thi Thuy Trang

### **2.3. The Voting Committee**

- Mr. Tran Thanh Thuc - Head of the Committee
- Mr Tran Van Chi - Member
- Ms. Vo Thi Kim Phung - Member

*(Adopted by 100% shareholders and representatives at the meeting)*

**III. Mr. Tran Thanh Thuc – The Head of Legal & Internal Inspection Department - representative of the Organizing Committee presents:**

1. The working and voting regulations of the AGM 2022 (enclosed)
2. The regulations on electing additional members of BOD, BOS for the term IV (2019-2024) (enclosed)

*(Adopted by 100% shareholders and representatives at the meeting)*

## **IV. CONTENTS OF THE GENERAL MEETING:**

1. Mr. Nguyen Viet Phuong – BOD chairman presents the report of BOD on administration, performance of BOD and each BOD member in 2021. Report on evaluation for the managed and executive duties of in 2021. The BOD orientation in 2022 *(File enclosed)*.

2. Nguyen Van Hoa - Member of Board of Directors presents the report of Board of Executives (BOE) on plan performance in 2021 and 2022 plan (*File enclosed*).
3. Mr. Nguyen Phi Thuc – Head of Board of Supervisors presents the report of Board of Supervisors on evaluating the Board of Supervisors’ and Supervisors’ performance. The report on company’s business result, performance of BOD, BOE's operations. The validation report on documents for the AGM 2022 (*File enclosed*).
4. Ms. Tran Hong Hanh – Representatives of Ernst & Young Viet Nam Limited presents The report on the audited financial statement in 2021. The independent auditing company’s report. (*File enclosed*)
5. Ms. Luong Thi Huong Giang - Vice Chairman of BOD cum General Director presents:
  - Proposal of profit distribution in 2021 and profit distribution plan in 2022
  - Statement on the purchase of the Directors & officers Liability Insurance (D&O)

*(Files enclosed)*

6. Mr. Nguyen Phi Thuc – Head of Board of Supervisors presents proposal for selecting the auditing company for fiscal year 2022 (*File enclosed*).

\* Mr. Nguyen Phi Thuc – The Head of Board of Supervisors reports additionally shareholders’ attendance: Until **9:30 AM**, 19/04/2022, there are **34** shareholders and authorized shareholders representating for **30,133,490** shares with the voting right, accounted for **86,77 %** of the total shares of the Company.

7. Mr. Nguyen Viet Phuong – Chairman reports the proposal on the removal of 01 BOD member and 01 BOS member who have submitted letters of resignation (*File enclosed*)

*(Adopted by 100% shareholders and representatives at the meeting)*

8. Mr. Nguyen Viet Phuong – Chairman reports the statement on the list of nomination & self-nomination candidates of additional election for BOD and BOS members of term IV (2019-2024) (*File enclosed*).

*(Adopted by 100% shareholders and representatives at the meeting)*

9. Mr. Tran Thanh Thuc – the Head of the Voting Committee presents guidelines of voting and election.

On behalf of shareholders at the meeting, Ms. Cao Thu Van checked the ballot boxes and present that the ballot boxes are empty, fully sealed and eligible to vote.

### **Shareholders carry out vote and election**

#### **10. Shareholders discuss, contribute ideas at the meeting**

<p><b>Shareholder 1:</b></p> <p>Would you please share the information about the Company's EPS and P/E ratios and compare them with other companies in the same industry?</p>	<p>EPS (earnings per share) of DMC in 2021 was 4,586 VND/share (Figures are shown in the audited financial statements dated December 31, 2021). This income was among the top compared to other companies in the same industry.</p> <p>Domesco's P/E (price-to-earnings) ratio fluctuates around 12-13 compared to peers in the same industry 17-18, even 20.</p>
---	---



<p><b>Shareholder 2:</b></p> <p>Can the company please share the reasons and factors that helped the company launch many new products during the complicated epidemic situation?</p> <p>Does the current capacity of production plants at DOMESCO guarantee production in the next 3 years?</p>	<p>1/As we presented at the AGM, in the past year DOMESCO had successfully researched 22 new products, deployed production, and brought to market 11 new products.</p> <p>DOMESCO had a strong Research and Development Department with experienced and dynamic research staff, and are highly responsive to the market, helping DOMESCO to have many ideas for new products, in line with the inevitable trend of the market.</p> <p>One of Domesco's strategies is to continuously maintain the launch of new products every year to ensure the growth of the Company and ensure the competitiveness of the business.</p> <p>2/ For production plans of factories at DOMESCO:</p> <p>DOMESCO has implemented many solutions to improve the operational productivity the factors such as: improving labor productivity, renovating and upgrading the factory, investing in new equipment, improving techniques and skills for employees. workers, appropriate production planning, etc. Therefore, in the next 03-04 years, the current DOMESCO factory can ensure the production and business needs of the market.</p>
<p><b>Shareholder 3:</b></p> <p>During the epidemic situation, what solutions does the company have to both ensure the safety of employees and maintain stable production?</p>	<ul style="list-style-type: none"> <li>- There is an EHS department in charge of issues related to Safety - Health - Environment.</li> <li>- Reach out to the authorities so that all employees of the Company are vaccinated as soon as possible.</li> <li>- Accept to pay the costs of equipping products for epidemic prevention, rapid testing, and PCR testing as required to ensure staff safety, performing 3 on-site and 4 on-site production to maintain operations manufacturing business.</li> <li>- Regularly propagate and educate employees to comply with regulations on epidemic prevention to ensure safety in production and business. Maintain continuous production and business to ensure revenue and profit, and ensure the legitimate interests of shareholders and investors who have trusted and invested in DOMESCO</li> <li>- The Board of Executives always goes closely in the management and accompanies to support and provide timely solutions so that employees can feel</li> </ul>

<p>- Has DOMESCO's factory upgrade progress been affected by the Covid-19 epidemic?</p>	<p>secure in their work.</p> <p>- The outbreak of the disease in Vietnam has in fact greatly affected many businesses and DOMESCO is no exception, which has affected the progress of factory upgrading, specifically disrupting the process and working process with foreign consultants for factory upgrading DOMESCO.</p> <p>- In 2020: DOMESCO has fully prepared facilities and documents to invite foreign consultants to Vietnam to consult and appraise for the upgrading of DOMESCO factories, however, due to the impact of the inspection disease control, limited flights, so the upgrade of the factory was interrupted for nearly 2 years.</p> <p>- In 2022, international flights have been reopened, so DOMESCO has been making efforts to speed up the contracting stages, inviting foreign consultants to DOMESCO for consultation as planned.</p>
---	--

**11. On behalf of the Voting Committee, Mr. Tran Thanh Thuc discloses the vote counting minutes with the following result:**

1- Report of BOD on administration, performance of BOD and each BOD member in 2021. Report on evaluation for the managed and executive duties of in 2021. The BOD orientation in 2022.

Contents	Favor	Against	Abstention	Invalid	TOTAL
Number of shares	30,132,996	494			30,133,490
%	100.0	0.0	0.0	0.0	100

2- The report of Board of Executives (BOE) on plan performance in 2021 and 2022 plan

Contents	Favor	Against	Abstention	Invalid	TOTAL
Number of shares	30,132,996	494			30,133,490
%	100.0	0.0	0.0	0.0	100

3- The report of Board of Supervisors on evaluating the Board of Supervisors' and Supervisors' performance. The report on company's business result, performance of BOD, BOE's operations. The validation report on documents for the AGM 2022.

Contents	Favor	Against	Abstention	Invalid	TOTAL
Number of shares	30,132,996	494			30,133,490
%	100.0	0.0	0.0	0.0	100

4- The report on the audited financial statement in 2021. The independent auditing company's report.

Contents	Favor	Against	Abstention	Invalid	TOTAL
Number of shares	30,132,996	494			30,133,490
%	100.0	0.0	0.0	0.0	100
<b>5- Proposal of profit distribution in 2021 and profit distribution plan in 2022</b>					
Contents	Favor	Against	Abstention	Invalid	TOTAL
Number of shares	30,132,996	494			30,133,490
%	100.0	0.0	0.0	0.0	100
<b>6- Statement on the purchase of the Directors &amp; officers Liability Insurance (D&amp;O)</b>					
Contents	Favor	Against	Abstention	Invalid	TOTAL
Number of shares	30,132,996	494			30,133,490
%	100.0	0.0	0.0	0.0	100
<b>7- Proposal for selecting independent auditing company in 2022.</b>					
Contents	Favor	Against	Abstention	Invalid	TOTAL
Number of shares	30,132,996	494			30,133,490
%	100.0	0.0	0.0	0.0	100

*(File enclosed)*

12. On behalf of the Voting Committee, Mr. Tran Thanh Thuc discloses the election counting minutes with the following result:

**\* BOD members – voting results:**

No.	Candidates	Vote of confidence	
		No. of shares	Proportion (%)
1	Nguyen Phi Thuc	30,132,249	100

Number of invalid votes: 01, representing for 782 shares, proportion: 0% of the total shares with the voting right at the Meeting.

**\* Supervisor – voting results:**

No.	Candidates	Vote of confidence	
		No. of shares	Proportion (%)
1	Huynh Thi To Quyen	30,132,990	100

Number of invalid votes: 0, representing for 0 shares, proportion: 0% of the total shares with the voting right at the Meeting.

The AGM 2022 authorize the BOD for the 4<sup>th</sup> term (2019-2014) continue searching at least one (01) candidate, meeting the criteria of independent members of the BOD, reporting to the AGM to elect additional members to the BOD in accordance with provisions of law and Company's Charter

*(File enclosed)*

**13. Flowers were presented and speeches of members:**

\* Mr. Nguyen Viet Phuong on behalf of the Board of Directors and company presented flowers to Mr. Nguyen Van Hoa as a gratitude

\* Mr. Nguyen Viet Phuong and Ms. Luong Thi Huong Giang on behalf of the Board of Directors presented flowers to Mr. Nguyen Phi Thuc and Ms. Huynh Thi To Quyen.

**\* Mr. Nguyen Viet Phuong expressed his thanks to Mr. Nguyen Van Hoa**

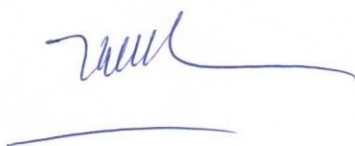
On behalf of SCIC and the Board of Directors of DOMESCO, I would like to express my sincere and deep gratitude to Mr. Nguyen Van Hoa. With 33 years of working at DOMESCO and 12 years as a capital representative for SCIC at DOMESCO, he has always tried his best to advise on financial and monetary decisions... so that the Company's financial activities can achieve the best efficiency. He is highly appreciated by SCIC for his role and responsibility as a representative. Up to now, for personal reasons, Mr. Hoa has not been able to continue accompanying us. I wish you health, good luck, and full of joy in life. Hopefully, in the future, he will continue to support and make valuable contributions to the development of DOMESCO.

The Minutes dated April 19<sup>th</sup>, 2022, of the Annual General Meeting 2022 of DOMESCO Medical Import Export JSC is a legal basis for Resolution of the Annual General Meeting 2022 of DOMESCO Medical Import Export JSC.

This Minutes disclosed at 12:00 PM, April 19<sup>th</sup>, 2022 and approved by 100% shareholders and representatives at the Meeting./.

**SECRETARIAT**

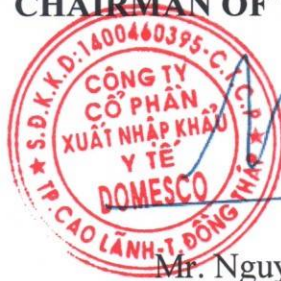
1/ Ms. Luong Thi Bich Nhung



2/ Ms. Dao Thi Thuy Trang



**ON BEHALF OF THE ANNUAL GENERAL  
MEETING IN 2022  
DOMESCO MEDICAL IMPORT EXPORT JSC  
CHAIRMAN OF THE MEETING**



Mr. Nguyen Viet Phuong



[NOTICE: This version is a translation of Vietnamese language original for convenience purpose only, and in the event of discrepancy, the Vietnamese language original shall prevail].

No: 01 /NQ-DHCD-DMC

Cao Lanh City, April 19<sup>th</sup>, 2022

**RESOLUTION**  
**THE ANNUAL GENERAL MEETING IN 2022 OF**  
**DOMESCO MEDICAL IMPORT-EXPORT JSC**

**Pursuant to:**

- *The Enterprises Law No. 59/2020/QH14 dated 17/6/2020 of the National Assembly of the Socialist Republic of Vietnam;*
- *The Securities Law No. 54/2019/QH14 dated 26/11/2019 of the National Assembly of the Socialist Republic of Vietnam;*
- *The Charter of DOMESCO Medical Import - Export Joint Stock Corporation;*
- *The Minutes of Annual General Meeting (AGM) in 2022 of DOMESCO Medical Import Export Joint Stock Company dated 19/4/2022.*

The Annual General Meeting in 2022 was held at the conference hall of DOMESCO Medical Import Export Joint Stock Corporation located at No. 66, National road 30, My Phu Ward, Cao Lanh City, Dong Thap Province on April 19<sup>th</sup>, 2022 with the total number of attendant shareholders and authorized shareholders are **34** shareholders, representing **30,133,490** shares which approximately **86,77%** of the total Company shares.

The Meeting has discussed and voted to approve following issues:

**RESOLVES:**

**Article 1. Approving the reports as follows:**

1. Report of BOD on administration, performance of BOD and each BOD member in 2021. Report on evaluation for the managed and executive duties of in 2021. The BOD orientation in 2022.
2. The report of Board of Executives (BOE) on plan performance in 2021 and 2022 plan.
3. The report of Board of Supervisors on evaluating the Board of Supervisors' and Supervisors' performance. The report on company's business result, performance of BOD, BOE's operations. The validation report on documents for the AGM 2022.
4. The report on the audited financial statement in 2021. The independent auditing company's report:

- Net revenue : VND 1,498,394,846,590
- Profit after tax (PAT) : VND 159,281,868,295

*(Enclosed Reports)*



**Article 2. Approving the Proposal of profit distribution in 2021 and profit distribution plan in 2022**

**- Approving the statement for profit allocation in 2021:**

No.	Items	Amount (VND)
1	Total profit after tax will distribute in 2021	159,281,868,295
2	Remuneration of BOD and BOS year 2021	3,850,000,000
3	Dividend payment in 2021: 25% charter capital (cash payment)	86,818,662,500
4	Bonus & Welfare Fund: 10%	15,928,186,830
5	Bonus for Board of Directors, Board of Supervisors and Board of Executives.	0
6	Retain earning supplement for Development Investment Fund	52,685,018,966

**- The business plan and profit distribution plan in 2022:**

1. Net revenue: 1,550 billion VND
2. Profit after tax: 200 billion VND
3. Remuneration of BOD and BOS: 3.85 billion VND
4. Bonus & Welfare Fund, Development Investment Fund: as the approval of AGM in 2023 base on audited financial statement 2022.

**Article 3. Approving the Proposal on purchasing the Directors & Officers Liability Insurance – D&O (Enclosed the Proposal).**

The General Meeting of Shareholders authorize the Board of Directors to decide all related issues including procedures for selecting, negotiating and signing contracts with the Insurer on the basis of ensuring the Company's legitimate interests, the international insurance practice and complying with the regulations of Vietnam law.

The period of D&O Insurance: 01 year, starting from the year 2022 and annually renewed.



**Article 4. Approving the proposal for selecting auditing company for fiscal year 2022:**

The AGM authorizes for BOS coordinating with BOD to select one of the three auditing companies below to be the auditing company for financial statements of 2022 of DOMESCO Medical Import Export JSC:

1. Ernst & Young Vietnam Limited;
2. Deloitte Vietnam Company Limited;
3. Pricewaterhouse Coopers Vietnam Company Limited.

**Article 5.** Approving on the removal of 01 BOD member and 01 BOS member who have submitted letters of resignation as follows:

- Mr. Nguyễn Văn Hóa - BOD member
- Mr. Nguyễn Phi Thức- Head of BOS

**Article 6.** Approving the list of nomination & self-nomination candidates of additional election for BOD and BOS members of term IV (2019-2024):

- \* Candidates list of BOD members:
  - Mr Nguyễn Phi Thức
- \* Candidates list of independent member of BOD: None
- \* Candidates list of BOS members:
  - Ms Huỳnh Thị Tố Quyên

**Article 7. The results of additional election for BOD, BOS member in the fourth terms (2019-2024):**

No.	Full name	Position	Vote of confidence	
			No. of shares	Proportion (%)
1	Mr Nguyễn Phi Thức	BOD member	30,132,249	100
3	Ms Huỳnh Thị Tố Quyên	BOS member	30,132,990	100

\* Appointment term: From 19<sup>th</sup> April, 2022 to the end of term IV (2019-2024) of the BOD

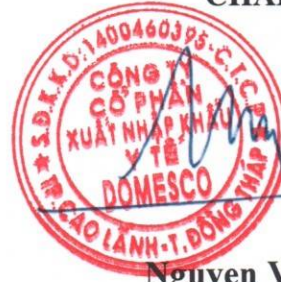
*(Enclosed Minutes of vote counting)*

This resolution is written and announced at AGM at 12:00 PM, April 19<sup>th</sup>, 2022 and were or was approved by The Annual General Meeting of Shareholders in 2022.  
This resolution effects from April 19<sup>th</sup>, 2022./.

**Addressees:**

- *Members of the Board of Directors and Board of Supervisors;*
- *All shareholders of the Company;*
- *State Securities Commission;*
- *Stock Exchange of Ho Chi Minh City;*
- *Ho Chi Minh City Securities Depository Centre;*
- *Archive.*

**FOR THE AGM 2022  
CHAIRMAN**



**Nguyen Viet Phuong**



[ NOTICE: This version is a translation of Vietnamese language original for convenience purpose only, and in the event of discrepancy, the Vietnamese language original shall prevail].